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June 19, 2003

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VIA HAND DELIVERY

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Re: Petition for Arbitration of ITC^DeltaCom Communications, Inc. with
BellSouth Telecommunications, Inc. Pursuant to the
Telecommunications Act of 1996

Docket No. 03-00119

Dear Counsel:

Enclosed are BellSouth's Objections to DeltaCom's First Set of Interrogatories
and First Request for Production of Documents.

Very truly yours,



Guy M. Hicks

GMH:ch

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In Re: Petition for Arbitration of ITC^DeltaCom Communications, Inc. with
BellSouth Telecommunications, Inc. Pursuant to the
Telecommunications Act of 1996

Docket No. 03-00119

BELLSOUTH TELECOMMUNICATIONS, INC.'S
OBJECTIONS TO ITC^DELTACOM'S
FIRST SET OF INTERROGATORIES

BellSouth Telecommunications, Inc. ("BellSouth") respectfully submits the following objections to the first set of interrogatories of ITC^DeltaCom Communications, Inc. ("DeltaCom").

GENERAL OBJECTIONS

BellSouth makes the following general objections to DeltaCom's Interrogatories:

1. BellSouth objects to DeltaCom's Instructions and Definitions to the extent they seek to impose an obligation on BellSouth beyond the requirements of the Tennessee law.
2. BellSouth objects to any Interrogatories to the extent that such Interrogatories may seek to impose an obligation on BellSouth to respond on behalf of subsidiaries, affiliates, or other persons that are not parties to this case on grounds that such requests are irrelevant, overly broad, unduly burdensome, oppressive, and not permitted by the applicable rules of discovery.

3. BellSouth has interpreted DeltaCom's Interrogatories to apply to BellSouth's regulated intrastate operations in Tennessee and will limit its responses accordingly. To the extent that any request is intended to apply to matters other than Tennessee intrastate operations subject to the jurisdiction of the Tennessee Regulatory Authority ("Authority"), BellSouth objects to such requests as irrelevant, overly broad, unduly burdensome, and oppressive.

4. BellSouth objects to each and every Interrogatory and instruction to the extent that such request or instruction calls for information that is exempt from discovery by virtue of the attorney client privilege, the work product doctrine, or other applicable privilege.

5. BellSouth objects to each Interrogatory to the extent that it is vague, ambiguous, overly broad, imprecise, or to the extent that it utilizes terms that are subject to multiple interpretations but are not properly defined or explained for purposes of these Interrogatories. Any answers provided by BellSouth in response to these Interrogatories will be provided subject to, and without waiver of, the foregoing objections.

6. BellSouth objects to each Interrogatory to the extent that it is not reasonably calculated to lead to the discovery of admissible evidence and is not relevant to the subject matter of this action.

7. BellSouth objects to providing information to the extent that such information has already been provided, is already within the possession of DeltaCom, or is readily accessible through publicly available means.

8. BellSouth objects to each Interrogatory to the extent that responding to it would be unduly burdensome, expensive, oppressive, or excessively time consuming.

9. BellSouth objects to any Interrogatories that seek to obtain "all" of particular documents, items, or information to the extent that such requests are overly broad and unduly burdensome. Any answers provided by BellSouth in response to these Interrogatories will be provided subject to, and without waiver of, the foregoing objection.

10. BellSouth is a large corporation with employees located in many different locations in Tennessee and in other states. In the course of its business, BellSouth creates countless documents that are not subject to Authority or FCC retention of records requirements. These documents are kept in numerous locations that are frequently moved from site to site as employees change jobs or as the business is reorganized. Therefore, it is possible that not every document has been identified in response to these requests. BellSouth will conduct a search of those files that are reasonably expected to contain the requested information. To the extent that the Interrogatories purport to require more, BellSouth objects on the grounds that compliance would impose an undue burden or expense.

SPECIFIC OBJECTIONS

REQUEST NO. 3: Does BellSouth have agreements with its vendors that include terms longer than three years?

OBJECTION: BellSouth objects to this interrogatory as overly broad, irrelevant and unduly burdensome. BellSouth has hundreds if

not thousands of "agreements" with "vendors". This factor alone makes DeltaCom's request to provide all of the contracts and agreements overly burdensome. Further, most of the agreements described in the interrogatory have nothing to do with the provision of telecommunications services to CLECs, such as DeltaCom, under the provisions of the Telecommunications Act. Thus, the interrogatory is also overly broad and not facially relevant to any issue in this proceeding. BellSouth further objects to this interrogatory on the grounds that the information requested is proprietary, customer-specific information. The Authority has always carefully protected customer specification information in order to protect the customer's privacy and prevent a competitor of a customer from obtaining an unfair advantage.

REQUEST NO. 4: Is BellSouth aware of any other ILEC that has interconnection agreements with CLECs that have a term longer than 3 years? If so, please identify such ILEC(s).

OBJECTION: BellSouth objects to this interrogatory on the grounds that it seeks information that is as accessible to DeltaCom as it is to BellSouth. It is improper to use discovery as a means to compel legal research of documents to which the requesting party has equal access. The interconnection agreements that BellSouth has with other CLECs are available on BellSouth's website and BellSouth presumes that there are other ILECs with similar vehicles to make these agreements publicly available to their CLEC customers.

REQUEST NO. 16: Does BellSouth send ITC^DeltaCom Local Service Requests (LSRs)?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue Nos. 51 and 71, both of which have been settled.

REQUEST NO. 17: Does BellSouth pay any fees to ITC^DeltaCom when ITC^DeltaCom works those LSRs?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue Nos. 51 and 71, both of which have been settled.

REQUEST NO. 18: How does BellSouth report OSS income on BellSouth financial statements?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 51, which has been settled.

REQUEST NO. 19: How much did BellSouth spend for OSS enhancements for each year beginning in 1999 to 2002?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 51, which has been settled.

REQUEST NO. 20: How much does BellSouth anticipate it will spend on OSS enhancements for 2003 and 2004?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 51, which has been settled.

REQUEST NO. 21: Of the spending for OSS enhancements between 1999 and 2002, what portion was spent on OSS enhancements requested by CLECs?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 51, which has been settled.

REQUEST NO. 22: How much has BellSouth spent on correcting defective code?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 51, which has been settled.

REQUEST NO. 23: Is BellSouth compensated by its vendors for defective code or the late delivery of code?

If yes, as a result of defective code, how much did BellSouth collect in 2002?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 51, which has been settled.

REQUEST NO. 24: How many OSS defects currently exist?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 65, which has been settled.

REQUEST NO. 25: How long have these OSS defects been "pending" or identified?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 65, which has been settled.

REQUEST NO. 26: When does BellSouth plan to correct these OSS defects?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 65, which has been settled.

REQUEST NO. 27: Does BellSouth flow through any payments from its vendors for defective code back to CLECs?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 51, which has been settled.

REQUEST NO. 29: Describe any "operational" issues that BellSouth believes it must overcome when xDSL service is provided over a UNE-P loop owned by a CLEC.

(a) Does BellSouth admit that 24 ITC^DeltaCom end users who were provided xDSL for many months without any apparent operational issues? If not, explain in detail.

(b) Does BellSouth do business with xDSL providers other than its own? Are these ISPs not billed today? If not, explain in detail.

(c) Do BellSouth systems track CLEC's Interconnection Agreements today?

(d) Is OCN used to determine what service a CLEC can request and would xDSL not follow this same process?

(e) Does BellSouth provide xDSL service to its retail end user having measured service?

OBJECTION: BellSouth objects to this interrogatory on the grounds that it is vague and ambiguous. BellSouth does not understand what DeltaCom means by "operational" issues.

Further, BellSouth objects to subsection (a) on the grounds that this sentence makes no sense as it appears to be missing words. Therefore, the interrogatory is vague and ambiguous.

Finally, BellSouth objects to subsection (b) in that the sentence "Are these ISPs not billed today?" makes no sense and is therefore vague and ambiguous.

REQUEST NO. 32: Is BellSouth aware of any state commissions outside of the BellSouth region that have addressed the issue of an RBOC or ILEC tying its ADSL service to its local service? If yes, list those state commissions and provide the docket or order number.

OBJECTION: BellSouth objects to this interrogatory in that it improperly seeks to use discovery as a means to compel legal research of documents to which the requesting party has equal access.

REQUEST NO. 34: If BellSouth backbills ITC^DeltaCom in March of 2003 for services or elements ordered in 2000 but were not billed due to BellSouth error, does BellSouth make performance payments or adjustments?

OBJECTION: BellSouth objects to this interrogatory on the grounds that it is not relevant to any legitimate issue pending in this docket and is not reasonably calculated to lead to the discovery of admissible evidence. Specifically, BellSouth objects to this interrogatory on the grounds that the Authority has established a docket to address Performance Measurement issues, Docket No. 01-00193, and this issue would have been more appropriately raised in that docket. Moreover, DeltaCom was a party to the settlement reached in that proceeding. DeltaCom should not be allowed to try and circumvent or modify generic rulings in that docket through a § 252 arbitration proceeding.

REQUEST NO. 35: When BellSouth finds a billing error and backbills CLECs, does BellSouth apply an adjustment to performance penalty payments to all CLECs or only those reporting?

OBJECTION: BellSouth objects to this interrogatory on the grounds that it is not relevant to any legitimate issue pending in this docket and is not reasonably calculated to lead to the discovery of admissible evidence. Specifically, BellSouth objects to this interrogatory on the grounds that the Authority has established a docket to address Performance Measurement issues, Docket No. 01-00193, and this issue would have been more appropriately raised in that docket. Moreover, DeltaCom was a party to the settlement reached in that proceeding. DeltaCom

should not be allowed to try and circumvent or modify generic rulings in that docket through a § 252 arbitration proceeding.

REQUEST NO. 36: How does BellSouth determine which month to apply the adjustment to the performance measure for the billing error?

OBJECTION: BellSouth objects to this interrogatory on the grounds that it is not relevant to any legitimate issue pending in this docket and is not reasonably calculated to lead to the discovery of admissible evidence. Specifically, BellSouth objects to this interrogatory on the grounds that the Authority has established a docket to address Performance Measurement issues, Docket No. 01-00193, and this issue would have been more appropriately raised in that docket. Moreover, DeltaCom was a party to the settlement reached in that proceeding. DeltaCom should not be allowed to try and circumvent or modify generic rulings in that docket through a § 252 arbitration proceeding.

REQUEST NO. 37: Has Bellsouth ever billed ITC^DeltaCom a line item called "Charge for Processing Change in Service"? If yes, under what circumstances?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 51, which has been settled.

REQUEST NO. 38: In its contracts with its vendors, does BellSouth have a time limit on backbilling charges? If yes, what are those time limits?

OBJECTION: BellSouth objects to this interrogatory as overly broad, irrelevant and unduly burdensome. BellSouth has hundreds, if not thousands of "contracts" with "vendors". This factor alone makes DeltaCom's request to provide all of the contracts and agreements overly burdensome. Further, most of these contracts described in the interrogatory have nothing to do with the provision of telecommunications services to CLECs such as DeltaCom, under the provisions of the Telecommunications Act. Thus, the interrogatory is also overly broad not facially relevant to any issue in this proceeding. BellSouth further objects to this interrogatory on the grounds that the information requested is proprietary, customer-specific information. The Authority has always carefully protected customer specific information in order to protect the customer's privacy and prevent a competitor of a customer from obtaining an unfair advantage.

REQUEST NO. 39: Does BellSouth have any interconnection agreements with any CLEC, ILEC, affiliate or any other carrier that provide a time limit on backbilling of charges (e.g., 6 months or 12 months)? If yes, identify that BellSouth agreement and the time limit.

OBJECTION: BellSouth objects to this interrogatory on the grounds that it improperly seeks to use discovery as a means to compel legal research of documents to which the requesting party has equal access.

REQUEST NO. 40: Does BellSouth have any agreement other than an interconnection agreement with any ILEC, affiliate or other carrier that provides a time limit on backbilling? If yes, identify that agreement.

OBJECTION: BellSouth objects to this interrogatory on the grounds that it improperly seeks to use discovery as a means to compel legal research of documents to which the requesting party has equal access.

REQUEST NO. 41: Does BellSouth use the manual process described to validate its retail customer listings?

OBJECTION: This interrogatory is ambiguous as DeltaCom does not indicate where the "manual process" is actually described.

REQUEST NO. 42: Do BellSouth's retail systems sequence orders, or use the SEQ FID? Is this available to CLECs?

OBJECTION: This interrogatory is ambiguous as DeltaCom does not describe the "orders" to which DeltaCom refers. Further, BellSouth is unclear as to what DeltaCom is asking is "available" to CLECs.

REQUEST NO. 47: Describe the process used by BellSouth to arrive at the "market rate" of \$14.00 (the recurring charge for a port labeled as "market rate").

OBJECTION: BellSouth objects to this interrogatory as being irrelevant to, and outside the scope of, this proceeding. The Authority is empowered, under § 252(d) of the Telecommunications Act, to determine the cost-based rates of interconnection facilities, equipment and network elements BellSouth is required to provide to CLECs under § 251(c)(2) and (3) of the Telecommunications Act. In this interrogatory, DeltaCom seeks to obtain information related to market based rates BellSouth

charges for products and services that are outside the scope of § 251 of the Telecommunications Act and, therefore, outside the scope of a § 252 arbitration proceeding. BellSouth also objects to this interrogatory on the grounds that it seeks highly confidential and proprietary information that cannot be adequately protected by a confidentiality agreement between the parties.

REQUEST NO. 48: Identify the business analysis or cost studies undertaken by BellSouth perform to develop its proposed market rates.

OBJECTION: BellSouth objects to this interrogatory as being irrelevant to, and outside the scope of, this proceeding. The Tennessee Regulatory Authority ("Authority") is empowered, under § 252(d) of the Telecommunications Act, to determine the cost-based rates of interconnection facilities, equipment and network elements BellSouth is required to provide to CLECs under § 251(c)(2) and (3) of the Telecommunications Act. In this interrogatory, DeltaCom seeks to obtain information related to market based rates BellSouth charges for products and services that are outside the scope of § 251 of the Telecommunications Act and, therefore, outside the scope of a § 252 arbitration proceeding. BellSouth also objects to this interrogatory on the grounds that it seeks highly confidential and proprietary information that cannot be adequately protected by a confidentiality agreement between the parties. Additionally, BellSouth objects to this interrogatory based on the grounds that it makes no sense and is therefore vague and ambiguous.

REQUEST NO. 50: Refer to the Subsequent Application Fee and the "Administrative Only Applications Fee" (USOC PE1BL) is it BellSouth's position that these fees are cost-based?

- a. If no, describe in detail the basis for this charge and explain how the rates were developed.
- b. If yes, provide a copy of BellSouth's most current cost analysis of these rates and their underlying functionality. Include the following information in your response:
 - (i) a complete description of all work activities that must be performed by BellSouth as a direct result of a request by ITC^DeltaCom "to modify the use of the Collocation space."

- (ii) a complete explanation of why each work activity listed in response to part (i) is necessary and must be performed whenever ITC^DeltaCom makes such a request.
- (iii) a description of each category or classification of employee that is needed to perform each work activity list in response to part (i).
- (iv) the loaded labor rate associated with each category or classification of employee that is needed to perform each work activity list in response to part (i), and a complete description of the development of each loaded labor rate, including all inputs and assumptions.
- (v) The probability that each work activity listed in response to part (i) will be necessary whenever ITC makes a request to BellSouth "to modify the use of the Collocation space" and a complete description of how these probabilities were calculated (including a list of all assumptions underlying each probability).
- (vi) The estimated time required to perform each work activity listed in response to part (i), and a complete description of how these work times were calculated (including a list of all assumptions underlying each work time).
- (vii) A complete listing of any non-labor costs that are included in this charge, and a detailed description of how these costs were developed. For purposes of this request, "non-labor costs" is intended to mean any cost other than direct labor costs, including but not limited to material costs, other expenses, shared costs, and common costs.
- (viii) A listing of all Job Function Codes ("JFCs") associated with the labor costs included. For each JFC, provide the following for the most recent time period available:
 - "Direct Labor - Productive" Annual Dollars
 - "Direct Labor - Premium" Annual Dollars
 - "Direct Labor - Other Employee" Annual Dollars

"Direct Labor – Annual Paid Absence" Annual Dollars
"Direct Labor – Direct Administration" Annual Dollars
"Direct Labor – Other Cost" Annual Dollars
"Directly Assigned Benefits" Annual Dollars
Total Annual Hours

(ix) For each JFC identified in response to part (viii), provide BellSouth's projected level of labor inflation and state the time period for which this projection applies.

(x) A functioning copy of all cost models, electronic spreadsheets, or other electronic files used by BellSouth to develop these costs. These files should contain the inputs and assumptions used by BellSouth in its most recent cost analysis.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 50, which has been settled.

REQUEST NO. 51: Does BellSouth permit CLECs to submit an LSR by any means other than a through a BellSouth mechanized OSS system?

a. If yes, provide a copy of BellSouth's most current cost analysis of the cost it incurs to process such a request. If BellSouth currently permit CLECs to submit an LSR by more than one means (other than a through a BellSouth mechanized OSS system) provide a complete cost analysis for each permitted method. Include the following information in your response:

- (i) a complete description of all work activities that must be performed by BellSouth as a direct result of the submission of an LSR by a CLEC via the permitted non-mechanized method.
- (ii) a complete explanation of why each work activity listed in response to part (i) is necessary and must be performed whenever a CLEC submits such a request.
- (iii) a description of each category or classification of employee that is needed to perform each work activity list in response to part (i).

- (iv) the loaded labor rate associated with each category or classification of employee that is needed to perform each work activity list in response to part (i), and a complete description of the development of each loaded labor rate, including all inputs and assumptions.
- (v) The probability that each work activity listed in response to part (i) will be necessary whenever a CLEC submits such a request and a complete description of how these probabilities were calculated (including a list of all assumptions underlying each probability).
- (vi) The estimated time required to perform each work activity listed in response to part (i), and a complete description of how these work times were calculated (including a list of all assumptions underlying each work time).
- (vii) A complete listing of any non-labor costs that are included in this charge, and a detailed description of how these costs were developed. For purposes of this request, "non-labor costs" is intended to mean any cost other than direct labor costs, including but not limited to material costs, other expenses, shared costs, and common costs.
- (viii) A listing of all Job Function Codes ("JFCs") associated with the labor costs included. For each JFC, provide the following for the most recent time period available:
 - "Direct Labor – Productive" Annual Dollars
 - "Direct Labor – Premium" Annual Dollars
 - "Direct Labor – Other Employee" Annual Dollars
 - "Direct Labor – Annual Paid Absence" Annual Dollars
 - "Direct Labor – Direct Administration" Annual Dollars
 - "Direct Labor – Other Cost" Annual Dollars
 - "Directly Assigned Benefits" Annual Dollars
 - Total Annual Hours
- (ix) For each JFC identified in response to part (viii), provide BellSouth's projected level of labor inflation and state the time period for which this projection applies.
- (x) A functioning copy of all cost models, electronic spreadsheets, or other electronic files used by BellSouth

to develop these costs. These files should contain the inputs and assumptions used by BellSouth in its most recent cost analysis.

- b. If no, has BellSouth ever permitted CLECs to submit an LSR by any means other than a through a BellSouth mechanized OSS system? If the answer to this question is anything other than an unqualified "no", provide the following information. If BellSouth has previously permitted CLECs to submit an LSR by more than one means (other than a through a BellSouth mechanized OSS system) provide a complete cost analysis for each previously permitted method. Include the following information in your response:
- (i) a complete description of all work activities that must be performed by BellSouth as a direct result of the submission of an LSR by a CLEC via the permitted non-mechanized method.
 - (ii) a complete explanation of why each work activity listed in response to part (i) is necessary and must be performed whenever a CLEC submits such a request.
 - (iii) a description of each category or classification of employee that is needed to perform each work activity list in response to part (i).
 - (iv) the loaded labor rate associated with each category or classification of employee that is needed to perform each work activity list in response to part (i), and a complete description of the development of each loaded labor rate, including all inputs and assumptions.
 - (v) The probability that each work activity listed in response to part (i) will be necessary whenever a CLEC submits such a request and a complete description of how these probabilities were calculated (including a list of all assumptions underlying each probability).
 - (vi) The estimated time required to perform each work activity listed in response to part (i), and a complete description of how these work times were calculated

(including a list of all assumptions underlying each work time).

- (vii) A complete listing of any non-labor costs that are included in this charge, and a detailed description of how these costs were developed. For purposes of this request, "non-labor costs" is intended to mean any cost other than direct labor costs, including but not limited to material costs, other expenses, shared costs, and common costs.
- (viii) A listing of all Job Function Codes ("JFCs") associated with the labor costs included. For each JFC, provide the following for the most recent time period available:
 - "Direct Labor - Productive" Annual Dollars
 - "Direct Labor - Premium" Annual Dollars
 - "Direct Labor - Other Employee" Annual Dollars
 - "Direct Labor - Annual Paid Absence" Annual Dollars
 - "Direct Labor - Direct Administration" Annual Dollars
 - "Direct Labor - Other Cost" Annual Dollars
 - "Directly Assigned Benefits" Annual Dollars
 - Total Annual Hours
- (ix) For each JFC identified in response to part (viii), provide BellSouth's projected level of labor inflation and state the time period for which this projection applies.
- (x) A functioning copy of all cost models, electronic spreadsheets, or other electronic files used by BellSouth to develop these costs. These files should contain the inputs and assumptions used by BellSouth in its most recent cost analysis.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 51, which has been settled.

REQUEST NO. 52: Describe in detail the basis for the "Charge for Processing Change in Service" (or as referenced by BellSouth Secondary Service Charge) line item billed to ITC^DeltaCom by BellSouth.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue Nos. 51, which has been settled.

REQUEST NO. 53: Is the rate for the "Charge for Processing Change in Service" (or Secondary Service Charge as referenced in BellSouth's

response to ITC^DeltaCom's arbitration petition) line item billed to ITC^DeltaCom by BellSouth cost-based?

a. If yes, provide a copy of BellSouth's most current cost analysis of the cost it incurs to provide the functionality and tasks associated with the "Charge for Processing Change in Service" line item billed to ITC^DeltaCom. Include the following information in your response:

- (i) a complete description of all work activities that must be performed by BellSouth as a direct result of BellSouth performing the functionality and tasks associated with the "Charge for Processing Change in Service" line item billed to ITC^DeltaCom.
- (ii) a complete explanation of why each work activity listed in response to part (i) is necessary and must be performed.
- (iii) a description of each category or classification of employee that is needed to perform each work activity list in response to part (i).
- (iv) the loaded labor rate associated with each category or classification of employee that is needed to perform each work activity list in response to part (i), and a complete description of the development of each loaded labor rate, including all inputs and assumptions.
- (v) The probability that each work activity listed in response to part (i) will be necessary and a complete description of how these probabilities were calculated (including a list of all assumptions underlying each probability).
- (vi) The estimated time required to perform each work activity listed in response to part (i), and a complete description of how these work times were calculated (including a list of all assumptions underlying each work time).
- (vii) A complete listing of any non-labor costs that are included in this charge, and a detailed description of how these costs were developed. For purposes of

this request, "non-labor costs" is intended to mean any cost other than direct labor costs, including but not limited to material costs, other expenses, shared costs, and common costs.

- (viii) A listing of all Job Function Codes ("JFCs") associated with the labor costs included. For each JFC, provide the following for the most recent time period available:

"Direct Labor - Productive" Annual Dollars

"Direct Labor - Premium" Annual Dollars

"Direct Labor - Other Employee" Annual Dollars

"Direct Labor - Annual Paid Absence" Annual Dollars

"Direct Labor - Direct Administration" Annual Dollars

"Direct Labor - Other Cost" Annual Dollars

"Directly Assigned Benefits" Annual Dollars

Total Annual Hours

- (ix) For each JFC identified in response to part (viii), provide BellSouth's projected level of labor inflation and state the time period for which this projection applies.
- (x) A functioning copy of all cost models, electronic spreadsheets, or other electronic files used by BellSouth to develop these costs. These files should contain the inputs and assumptions used by BellSouth in its most recent cost analysis.
- b. If no, describe in detail the basis for this charge and explain how the rate was developed.
- c. Identify any complaints or lawsuits filed against BellSouth with regard to the billing of this charge and any resolutions or settlements reached.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 51, which has been settled.

REQUEST NO. 54: Provide a listing of any and all rates for UNEs that have not previously been approved by this Commission.

- a. For each UNE rate identified, provide a complete description of the UNE.
- b. For all nonrecurring UNE rates identified, provide the following information:
 - (i) a complete description of all work activities that must be performed by BellSouth as a direct result of BellSouth performing the functionality and tasks associated with the UNE.
 - (ii) a complete explanation of why each work activity listed in response to part (i) is necessary and must be performed.
 - (iii) a description of each category or classification of employee that is needed to perform each work activity list in response to part (i).
 - (iv) the loaded labor rate associated with each category or classification of employee that is needed to perform each work activity list in response to part (i), and a complete description of the development of each loaded labor rate, including all inputs and assumptions.
 - (v) The probability that each work activity listed in response to part (i) will be necessary and a complete description of how these probabilities were calculated (including a list of all assumptions underlying each probability).
 - (vi) The estimated time required to perform each work activity listed in response to part (i), and a complete description of how these work times were calculated (including a list of all assumptions underlying each work time).
 - (vii) A complete listing of any non-labor costs that are included in this charge, and a detailed description of how these costs were developed. For purposes of this request, "non-labor costs" is intended to mean any cost other than direct labor costs, including but not limited to material costs, other expenses, shared costs, and common costs.

- (viii) A listing of all Job Function Codes ("JFCs") associated with the labor costs included. For each JFC, provide the following for the most recent time period available:
 - "Direct Labor – Productive" Annual Dollars
 - "Direct Labor – Premium" Annual Dollars
 - "Direct Labor – Other Employee" Annual Dollars
 - "Direct Labor – Annual Paid Absence" Annual Dollars
 - "Direct Labor – Direct Administration" Annual Dollars
 - "Direct Labor – Other Cost" Annual Dollars
 - "Directly Assigned Benefits" Annual Dollars
 - Total Annual Hours
 - (ix) For each JFC identified in response to part (viii), provide BellSouth's projected level of labor inflation and state the time period for which this projection applies.
 - (x) A functioning copy of all cost models, electronic spreadsheets, or other electronic files used by BellSouth to develop these costs. These files should contain the inputs and assumptions used by BellSouth in its most recent cost analysis.
- c. For all the recurring UNE rates identified, provide the following information:
- (i) A complete description of the methodology used to calculate the cost.
 - (ii) A complete listing of all investments, both direct and indirect, associated with the UNE and a description of the methodology used to calculate those investments.
 - (iii) A complete listing of all annual charge factors, loading factors, or any other factors applied to those investments and a description of the methodology used to develop those factors.
 - (iv) A functioning copy of all cost models, electronic spreadsheets, or other electronic files used by BellSouth to develop these costs. These files should contain the inputs and assumptions used by BellSouth in its most recent cost analysis.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 53, which has been settled.

REQUEST NO. 55: For the Order Modification Charges referenced in Attachment 2, (Issue 54), provide a listing of each FCC tariffed rate that may apply. For each FCC tariffed rate or rate element identified, indicate whether the rate is cost-based.

- a. For any rate or rate element that BellSouth does not contend is cost-based, describe in detail the basis for this charge and explain how the rate was developed.
- b. Provide a copy of any supporting documentation provided to the FCC by BellSouth when the rates or rate elements were filed that was intended to support the reasonableness of the rate. To clarify, DeltaCom is seeking all support for the specific rates that BellSouth seeks to reference in the interconnection agreement with DeltaCom, and is not seeking a copy of the support for all other proposed rates that may have been included in the same filing.
- c. Did the FCC initiate an investigation of these rates? If no, provide a complete explanation of why BellSouth believes the rates are reasonable. If yes, provide a citation to the FCC's investigation.
- d. If the answer to part (c) is yes, describe in detail BellSouth's understanding of the standard applied by the FCC when conducting this investigation.
- e. For each rate or rate element that BellSouth contends is cost-based, indicate the type of cost (e.g. TELRIC, embedded cost, other) that BellSouth contends that the rate represents.
- f. For each rate or rate element that BellSouth contends is cost-based provide the following information:
 - (i) a complete description of all work activities that must be performed by BellSouth as a direct result of BellSouth performing the functionality and tasks associated with the FCC tariffed rate.

- (ii) a complete explanation of why each work activity listed in response to part (i) is necessary and must be performed.
- (iii) a description of each category or classification of employee that is needed to perform each work activity list in response to part (i).
- (iv) the loaded labor rate associated with each category or classification of employee that is needed to perform each work activity list in response to part (i), and a complete description of the development of each loaded labor rate, including all inputs and assumptions.
- (v) The probability that each work activity listed in response to part (i) will be necessary and a complete description of how these probabilities were calculated (including a list of all assumptions underlying each probability).
- (vi) The estimated time required to perform each work activity listed in response to part (i), and a complete description of how these work times were calculated (including a list of all assumptions underlying each work time).
- (vii) A complete listing of any non-labor costs that are included in this charge, and a detailed description of how these costs were developed. For purposes of this request, "non-labor costs" is intended to mean any cost other than direct labor costs, including but not limited to material costs, other expenses, shared costs, and common costs.
- (viii) A listing of all Job Function Codes ("JFCs") associated with the labor costs included. For each JFC, provide the following for the most recent time period available:
 - "Direct Labor - Productive" Annual Dollars
 - "Direct Labor - Premium" Annual Dollars
 - "Direct Labor - Other Employee" Annual Dollars
 - "Direct Labor - Annual Paid Absence" Annual Dollars

"Direct Labor - Direct Administration" Annual Dollars

"Direct Labor - Other Cost" Annual Dollars

"Directly Assigned Benefits" Annual Dollars

Total Annual Hours

- (ix) For each JFC identified in response to part (viii), provide BellSouth's projected level of labor inflation and state the time period for which this projection applies.
- (x) A functioning copy of all cost models, electronic spreadsheets, or other electronic files used by BellSouth to develop these costs. These files should contain the inputs and assumptions used by BellSouth in its most recent cost analysis.
- (c) If any FCC tariffed rate identified in BellSouth's response to this request is not based on TELRIC as implemented by this Commission, describe in detail all conceptual and methodological differences, differences to inputs and assumptions, and any other differences between the basis for the FCC tariffed rate and this Commission's implementation of TELRIC.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 54, which has been settled.

REQUEST NO. 56: Other than the rates or rate elements identified in the previous request, identify any and all rates or rate elements from BellSouth's interstate tariff that BellSouth seeks to include, by reference, in its interconnection agreement with DeltaCom. For each FCC tariffed rate or rate element identified, indicate whether the rate is cost-based.

- a. For any rate or rate element that BellSouth does not contend is cost-based, describe in detail the basis for this charge and explain how the rate was developed.
- b. Provide a copy of any supporting documentation provided to the FCC by BellSouth when the rates or rate elements were filed that was intended to

support the reasonableness of the rate. To clarify, DeltaCom is seeking all support for the specific rates that BellSouth seeks to reference in the interconnection agreement with DeltaCom, and is not seeking a copy of the support for all other proposed rates that may have been included in the same filing.

- c. Did the FCC initiate an investigation of these rates? If no, provide a complete explanation of why BellSouth believes the rates are reasonable. If yes, provide a citation to the FCC's investigation.
- d. If the answer to part (c) is yes, describe in detail BellSouth's understanding of the standard applied by the FCC when conducting this investigation.
- e. For each rate or rate element that BellSouth contends is cost-based, indicate the type of cost (e.g. TELRIC, embedded cost, other) that BellSouth contends that the rate represents.
- f. For each rate or rate element that BellSouth contends is cost-based provide the following information:
 - (i) a complete description of all work activities that must be performed by BellSouth as a direct result of BellSouth performing the functionality and tasks associated with the FCC tariffed rate.
 - (ii) a complete explanation of why each work activity listed in response to part (i) is necessary and must be performed.
 - (iii) a description of each category or classification of employee that is needed to perform each work activity list in response to part (i).
 - (iv) the loaded labor rate associated with each category or classification of employee that is needed to perform each work activity list in response to part (i), and a complete description of the development of each loaded labor rate, including all inputs and assumptions.
 - (v) The probability that each work activity listed in response to part (i) will be necessary and a

complete description of how these probabilities were calculated (including a list of all assumptions underlying each probability).

- (vi) The estimated time required to perform each work activity listed in response to part (i), and a complete description of how these work times were calculated (including a list of all assumptions underlying each work time).
- (vii) A complete listing of any non-labor costs that are included in this charge, and a detailed description of how these costs were developed. For purposes of this request, "non-labor costs" is intended to mean any cost other than direct labor costs, including but not limited to material costs, other expenses, shared costs, and common costs.
- (viii) A listing of all Job Function Codes ("JFCs") associated with the labor costs included. For each JFC, provide the following for the most recent time period available:
 - "Direct Labor - Productive" Annual Dollars
 - "Direct Labor - Premium" Annual Dollars
 - "Direct Labor - Other Employee" Annual Dollars
 - "Direct Labor - Annual Paid Absence" Annual Dollars
 - "Direct Labor - Direct Administration" Annual Dollars
 - "Direct Labor - Other Cost" Annual Dollars
 - "Directly Assigned Benefits" Annual Dollars
 - Total Annual Hours
- (ix) For each JFC identified in response to part (viii), provide BellSouth's projected level of labor inflation and state the time period for which this projection applies.
- (x) A functioning copy of all cost models, electronic spreadsheets, or other electronic files used by BellSouth to develop these costs. These files should contain the inputs and assumptions used by BellSouth in its most recent cost analysis.

- (c) If any FCC tariffed rate identified in BellSouth's response to this request is not based on TELRIC as implemented by this Commission, describe in detail all conceptual and methodological differences, differences to inputs and assumptions, and any other differences between the basis for the FCC tariffed rate and this Commission's implementation of TELRIC.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 53, which has been settled.

REQUEST NO. 57: Identify any and all rates or rate elements from BellSouth's intrastate tariff that BellSouth seeks to include, by reference, in its interconnection agreement with DeltaCom. For each rate or rate element identified, indicate whether the rate is cost-based.

- a. For any rate or rate element that BellSouth does not contend is cost-based, describe in detail the basis for this charge and explain how the rate was developed.
- b. Provide a copy of any supporting documentation provided to this Commission by BellSouth when the rates or rate elements were filed that was intended to support the reasonableness of the rate. To clarify, DeltaCom is seeking all support for the specific rates that BellSouth seeks to reference in the interconnection agreement with DeltaCom, and is not seeking a copy of the support for all other proposed rates that may have been included in the same filing.
- c. Did the Commission initiate an investigation of these rates? If no, provide a complete explanation of why BellSouth believes the rates are reasonable. If yes, provide a citation to the Commission's investigation.
- d. If the answer to part (c) is yes, describe in detail BellSouth's understanding of the standard applied by the Commission when conducting this investigation.
- e. For each rate or rate element that BellSouth contends is cost-based, indicate the type of cost (e.g. TELRIC, embedded cost, other) that BellSouth contends that the rate represents.

- f. For each rate or rate element that BellSouth contends is cost-based provide the following information:
- (i) a complete description of all work activities that must be performed by BellSouth as a direct result of BellSouth performing the functionality and tasks associated with the FCC tariffed rate.
 - (ii) a complete explanation of why each work activity listed in response to part (i) is necessary and must be performed.
 - (iii) a description of each category or classification of employee that is needed to perform each work activity list in response to part (i).
 - (iv) the loaded labor rate associated with each category or classification of employee that is needed to perform each work activity list in response to part (i), and a complete description of the development of each loaded labor rate, including all inputs and assumptions.
 - (v) The probability that each work activity listed in response to part (i) will be necessary and a complete description of how these probabilities were calculated (including a list of all assumptions underlying each probability).
 - (vi) The estimated time required to perform each work activity listed in response to part (i), and a complete description of how these work times were calculated (including a list of all assumptions underlying each work time).
 - (vii) A complete listing of any non-labor costs that are included in this charge, and a detailed description of how these costs were developed. For purposes of this request, "non-labor costs" is intended to mean any cost other than direct labor costs, including but not limited to material costs, other expenses, shared costs, and common costs.

(viii) A listing of all Job Function Codes ("JFCs") associated with the labor costs included. For each JFC, provide the following for the most recent time period available:

"Direct Labor - Productive" Annual Dollars

"Direct Labor - Premium" Annual Dollars

"Direct Labor - Other Employee" Annual Dollars

"Direct Labor - Annual Paid Absence" Annual Dollars

"Direct Labor - Direct Administration" Annual Dollars

"Direct Labor - Other Cost" Annual Dollars

"Directly Assigned Benefits" Annual Dollars

Total Annual Hours

(ix) For each JFC identified in response to part (viii), provide BellSouth's projected level of labor inflation and state the time period for which this projection applies.

(x) A functioning copy of all cost models, electronic spreadsheets, or other electronic files used by BellSouth to develop these costs. These files should contain the inputs and assumptions used by BellSouth in its most recent cost analysis.

(c) If any FCC tariffed rate identified in BellSouth's response to this request is not based on TELRIC as implemented by this Commission, describe in detail all conceptual and methodological differences, differences to inputs and assumptions, and any other differences between the basis for the FCC tariffed rate and this Commission's implementation of TELRIC.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 53, which has been settled.

REQUEST NO. 58: Has BellSouth ever requested that ITC^DeltaCom resend CFA information? If yes, provide a listing of each such occasion.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 55, which has been settled.

REQUEST NO. 59: Has BellSouth ever requested that any other CLEC with whom BellSouth has an interconnection agreement resend CFA information?

- a. If yes, provide a complete listing of all CLECs from whom BellSouth has requested a resend of CFA information.
- b. Have any of the CLECs listed in BellSouth's response to part (a) ever refused to resend CFA information when BellSouth has requested such a resend?
- c. If the answer to part (b) is anything other than an unqualified no, provide a complete listing of all CLECs that have refused such a request.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 55, which has been settled.

REQUEST NO. 60: Provide a copy of BellSouth's most current cost analysis of the charge to resend a CFA. Include the following information in your response:

- (i) a complete description of all work activities that must be performed by BellSouth as a direct result of BellSouth performing the functionality and tasks associated with the resend of CFA information.
- (ii) a complete explanation of why each work activity listed in response to part (i) is necessary and must be performed.
- (iii) a description of each category or classification of employee that is needed to perform each work activity list in response to part (i).
- (iv) the loaded labor rate associated with each category or classification of employee that is needed to perform each work activity list in response to part (i), and a complete description of the development of each loaded labor rate, including all inputs and assumptions.
- (v) The probability that each work activity listed in response to part (i) will be necessary and a complete description of how these probabilities were calculated (including a list of all assumptions underlying each probability).

- (vi) The estimated time required to perform each work activity listed in response to part (i), and a complete description of how these work times were calculated (including a list of all assumptions underlying each work time).
- (vii) A complete listing of any non-labor costs that are included in this charge, and a detailed description of how these costs were developed. For purposes of this request, "non-labor costs" is intended to mean any cost other than direct labor costs, including but not limited to material costs, other expenses, shared costs, and common costs.
- (viii) A listing of all Job Function Codes ("JFCs") associated with the labor costs included. For each JFC, provide the following for the most recent time period available:
 - "Direct Labor – Productive" Annual Dollars
 - "Direct Labor – Premium" Annual Dollars
 - "Direct Labor – Other Employee" Annual Dollars
 - "Direct Labor – Annual Paid Absence" Annual Dollars
 - "Direct Labor – Direct Administration" Annual Dollars
 - "Direct Labor – Other Cost" Annual Dollars
 - "Directly Assigned Benefits" Annual Dollars
 - Total Annual Hours
- (ix) For each JFC identified in response to part (viii), provide BellSouth's projected level of labor inflation and state the time period for which this projection applies.
- (x) A functioning copy of all cost models, electronic spreadsheets, or other electronic files used by BellSouth to develop these costs. These files should contain the inputs and assumptions used by BellSouth in its most recent cost analysis.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 55, which has been settled.

REQUEST NO. 65: Please provide the total number of CLEC's served by BST, the number that have paid a deposit to BST, the number who have been requested to pay a deposit, the sum of the number who have paid a deposit or have a deposit request pending at this time.

OBJECTION: BellSouth objects to this interrogatory on the grounds that it is not relevant to any legitimate issue pending in this docket and is not reasonably calculated to lead to the discovery of admissible evidence. Specifically, the issues raised by DeltaCom regarding deposits are (1) should deposit language be reciprocal; and (2) must a party return a deposit after generating a good payment history. (See DeltaCom Petition at 36, ¶ 71). The issues raised by DeltaCom in this interrogatory deal with the calculation of the amount of a deposit from BellSouth's retail and wholesale customers.

REQUEST NO. 66: Please provide the total number of retail business customers of BST, the number who have paid a deposit to BST, the number who have been requested to pay a deposit, and the sum of the number who have paid a deposit or have a deposit request pending at this time.

OBJECTION: BellSouth objects to this interrogatory on the grounds that it is not relevant to any legitimate issue pending in this docket and is not reasonably calculated to lead to the discovery of admissible evidence. Specifically, the issues raised by DeltaCom regarding deposits are (1) should deposit language be reciprocal; and (2) must a party return a deposit after generating a good payment history. (See DeltaCom Petition at 36, ¶ 71). The issues raised by DeltaCom in this interrogatory deal with the calculation of the amount of a deposit from BellSouth's retail and wholesale customers.

REQUEST NO. 67: Does BST apply the same deposit criteria to its retail business customers that it applies to its CLEC customers on a nondiscriminatory basis?

OBJECTION: BellSouth objects to this interrogatory on the grounds that it is not relevant to any legitimate issue pending in this docket and is not reasonably calculated to lead to the discovery of admissible evidence. Specifically, the issues raised by DeltaCom regarding deposits are (1) should deposit language be reciprocal; and (2) must a party return a deposit after generating a good payment history. (See DeltaCom Petition at 36, ¶ 71). The issues raised by DeltaCom in this interrogatory deal with the calculation of the amount of a deposit from BellSouth's retail and wholesale customers.

REQUEST NO. 68: Please provide the deposit requirement guidelines for retail business customers and the guidelines used to determine the amount of deposit for retail business customers.

OBJECTION: BellSouth objects to this interrogatory on the grounds that it is not relevant to any legitimate issue pending in this docket and is not reasonably calculated to lead to the discovery of admissible evidence. Specifically, the issues raised by DeltaCom regarding deposits are (1) should deposit language be reciprocal; and (2) must a party return a deposit after generating a good payment history. (See DeltaCom Petition at 36, ¶ 71). The issues raised by DeltaCom in this interrogatory deal with the calculation of the amount of a deposit from BellSouth's retail and wholesale customers.

REQUEST NO. 69: How do the BST wholesale/CLEC credit managers coordinate with the BST retail credit managers coordinate deposit policy to ensure nondiscrimination between wholesale and retail customers?

OBJECTION: BellSouth objects to this interrogatory on the grounds that it is not relevant to any legitimate issue pending in this docket and is not reasonably calculated to lead to the discovery of admissible evidence. Specifically, the issues raised by DeltaCom regarding deposits are (1) should deposit language be reciprocal; and (2) must a party return a deposit after generating a good payment history. (See DeltaCom Petition at 36, ¶ 71). The issues raised by DeltaCom in this interrogatory deal with the calculation of the amount of a deposit from BellSouth's retail and wholesale customers.

REQUEST NO. 73: Identify in detail each circumstance where BellSouth intends to assess a Subsequent Application Fee.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 50, which has been settled.

REQUEST NO. 74: Identify in detail each circumstance where BellSouth intends to assess the Administrative Only Fee.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 50, which has been settled.

REQUEST NO. 75: When BellSouth changes an end user's preferred provider in error, does BellSouth contact (a) the preferred provider and

inform that carrier of the error and (b) does BellSouth inform the affected end user of BellSouth's error.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 69, which has been settled.

REQUEST NO. 76: Has BellSouth ever changed an end user's preferred provider in error and corrected that error without contacting the affected end user?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 69, which has been settled.

REQUEST NO. 77: Does BellSouth retail use the service order FID OIO?
(a) Describe the circumstances when BellSouth uses this FID.
(b) Are subscribers notified?
(c) Is billing to the subscriber affected?

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 69, which has been settled.

REQUEST NO. 78: Does BellSouth use the FID ETET? (a) What is the purpose of this FID? (b) Describe the process for using ETET.

OBJECTION: BellSouth objects to this interrogatory on the grounds that said request relates to Issue No. 66, which has been settled.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

By: 

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Joelle J. Phillips
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615/214-6301

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CERTIFICATE OF SERVICE

I hereby certify that on June 19, 2003, a copy of the foregoing document was served on the parties of record, via the method indicated:

- ☐ Hand
- ☐ Mail
- ☒ Facsimile
- ☐ Overnight

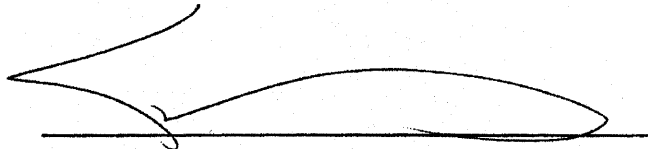
Henry Walker, Esquire
Boult, Cummings, et al.
414 Union Street, #1600
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- ☐ Overnight

David Adelman, Esquire
Charles B. Jones, III, Esquire
Sutherland Asbill & Brennan
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Atlanta, GA 30309

A handwritten signature in black ink, consisting of a stylized, elongated loop with a horizontal line extending to the right, positioned above a solid horizontal line.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In Re: Petition for Arbitration of ITC^DeltaCom Communications, Inc. with
BellSouth Telecommunications, Inc. Pursuant to the
Telecommunications Act of 1996

Docket No. 03-00119

BELLSOUTH TELECOMMUNICATIONS, INC.'S
OBJECTIONS TO ITC^DELTACOM COMMUNICATIONS, INC.'S
FIRST REQUEST FOR PRODUCTION OF DOCUMENTS

BellSouth Telecommunications, Inc. ("BellSouth") respectfully submits the following objections and responses to the First Request for Production of Documents served by ITC^DeltaCom Communications, Inc. ("DeltaCom"), served on June 9, 2003.

GENERAL OBJECTIONS

BellSouth makes the following general objections to DeltaCom's Requests:

1. BellSouth objects to DeltaCom's Instructions and Definitions to the extent they seek to impose an obligation on BellSouth beyond the requirements of the Tennessee law.

2. BellSouth objects to any Requests to the extent that such Requests may seek to impose an obligation on BellSouth to respond on behalf of subsidiaries, affiliates, or other persons that are not parties to this case on grounds that such requests are irrelevant, overly broad, unduly burdensome, oppressive, and not permitted by the applicable rules of discovery.

3. BellSouth has interpreted DeltaCom's Requests to apply to BellSouth's regulated intrastate operations in Tennessee and will limit its responses accordingly. To the extent that any request is intended to apply to matters other than Tennessee intrastate operations subject to the jurisdiction of the Tennessee Regulatory Authority ("TRA"), BellSouth objects to such requests as irrelevant, overly broad, unduly burdensome, and oppressive.

4. BellSouth objects to each and every Request and instruction to the extent that such request or instruction calls for information that is exempt from discovery by virtue of the attorney client privilege, the work product doctrine, or other applicable privilege.

5. BellSouth objects to each Request to the extent that it is vague, ambiguous, overly broad, imprecise, or to the extent that it utilizes terms that are subject to multiple interpretations but are not properly defined or explained for purposes of these Requests. Any answers provided by BellSouth in response to these Requests will be provided subject to, and without waiver of, the foregoing objections.

6. BellSouth objects to each Request to the extent that it is not reasonably calculated to lead to the discovery of admissible evidence and is not relevant to the subject matter of this action.

7. BellSouth objects to providing information to the extent that such information has already been provided, is already within the possession of DeltaCom, or is readily accessible through publicly available means.

8. BellSouth objects to each Request to the extent that responding to it would be unduly burdensome, expensive, oppressive, or excessively time consuming.

9. BellSouth objects to any Requests that seek to obtain "all" of particular documents, items, or information to the extent that such requests are overly broad and unduly burdensome. Any answers provided by BellSouth in response to these Requests will be provided subject to, and without waiver of, the foregoing objection.

10. BellSouth is a large corporation with employees located in many different locations in Tennessee and in other states. In the course of its business, BellSouth creates countless documents that are not subject to the TRA or FCC retention of records requirements. These documents are kept in numerous locations that are frequently moved from site to site as employees change jobs or as the business is reorganized. Therefore, it is possible that not every document has been identified in response to these requests. BellSouth will conduct a search of those files that are reasonably expected to contain the requested information. To the extent that the Requests purport to require more, BellSouth objects on the grounds that compliance would impose an undue burden or expense.

RESPONSES

BellSouth respectfully submits the following responses and specific objections to the First Request for Production of Documents.

REQUEST NO. 2: Provide any contracts or agreements between BellSouth and its vendors and between BellSouth and other carriers that provides a limit on backbilling of charges.

RESPONSE: BellSouth objects to this request as overly broad, irrelevant and unduly burdensome. BellSouth has hundreds, if not thousands, of "contracts or agreement" with "vendors." This factor alone makes ITC^DeltaCom's ("DeltaCom") request to provide all of the contracts and agreements overly burdensome. Further, most of these contracts and agreements described in the request have nothing to do with the provision of telecommunications services to CLECs, such as DeltaCom, under the provisions of the Telecommunications Act. Thus, the request is also overly broad and not facially relevant to any issue in this proceeding. It appears to BellSouth that DeltaCom propounded this request to try and demonstrate that BellSouth has contracts or agreements with third parties that limit BellSouth's ability to back bill those third parties. Certainly, there is a less obtrusive way to obtain that information relating to a relevant class of companies.

REQUEST NO. 3: Produce any cost studies, papers, or business analysis that were completed as part of BellSouth's development of its market rates (See Instruction above.)

RESPONSE: BellSouth objects to this request as being irrelevant to, and outside the scope of, this proceeding. The Tennessee Regulatory Authority is empowered, under §252(d) of the Telecommunications Act, to determine the cost-based rates of interconnection facilities, equipment, and network elements BellSouth is required to provide to CLECs under §251(c)(2) and (3) of the Telecommunications Act. In these requests, DeltaCom seeks to obtain information related to the market rates BellSouth charges for products and services that are outside of the scope of §251 of the Telecommunications Act and, therefore, outside of the scope of a §252 arbitration proceeding. BellSouth also objects to the request on the grounds that it seeks highly confidential and proprietary information that cannot be adequately protected by a confidentiality agreement between the parties.

REQUEST NO. 4: Produce any emails, correspondence, or memos that in any way discuss or relate to the development or establishment of the market rates.

RESPONSE: BellSouth objects to this request as being irrelevant to, and outside the scope of, this proceeding. The Tennessee Regulatory Authority is empowered, under §252(d) of the Telecommunications Act, to determine the cost-based rates of interconnection facilities, equipment, and network elements BellSouth is required

to provide to CLECs under §251(c)(2) and (3) of the Telecommunications Act. In these requests, DeltaCom seeks to obtain information related to the market rates BellSouth charges for products and services that are outside of the scope of §251 of the Telecommunications Act and, therefore, outside of the scope of a §252 arbitration proceeding. BellSouth also objects to the request on the grounds that it seeks highly confidential and proprietary information that cannot be adequately protected by a confidentiality agreement between the parties.

REQUEST NO. 7: Provide any emails, memos, correspondence, or other documents regarding BellSouth's consideration and execution of the "reverse" collocation agreement with ITC^DeltaCom.

RESPONSE: BellSouth objects to this request. BellSouth is unclear as to what DeltaCom means by "reverse collocation agreement." In any event, BellSouth is not aware of a separate "reverse collocation agreement".

REQUEST NO. 8: Produce any license agreements, contracts, or interconnection agreements that BellSouth has with other CLECs/ILECs where BellSouth collocates in the CLEC or ILEC space.

RESPONSE: BellSouth objects to this request as being overly broad and unduly burdensome as it would require BellSouth to review hundreds, if not thousands of agreements and contracts. Further, interconnection agreements with CLECs are a matter of public record and are equally accessible to DeltaCom. Moreover, BellSouth believes that the ICOs will consider their agreements to contain proprietary information and may object to the production of such agreements to DeltaCom.

Respectfully submitted, this 19th day of June, 2003.

BELLSOUTH TELECOMMUNICATIONS, INC.

By: 

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615/214-6301

R. Douglas Lackey
E. Earl Edenfield, Jr.
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Atlanta, GA 30375

CERTIFICATE OF SERVICE

I hereby certify that on June 19, 2003, a copy of the foregoing document was served on the parties of record, via the method indicated:

- ☐ Hand
- ☐ Mail
- ☒ Facsimile
- ☐ Overnight

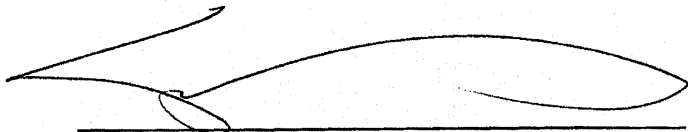
Henry Walker, Esquire
Boult, Cummings, et al.
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- ☐ Hand
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- ☐ Overnight

David Adelman, Esquire
Charles B. Jones, III, Esquire
Sutherland Asbill & Brennan
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Atlanta, GA 30309

A handwritten signature in black ink, appearing to be "Henry Walker", written over a horizontal line.

MESSAGE CONFIRMATION

06/19/2003 14:59
ID=BELLSOUTH TN LEGAL

DATE	S,R-TIME	DISTANT STATION ID	MODE	PAGES	RESULT
06/19	10'25"	B C	CALLING	041	OK 0000

06/19/2003 14:48 BELLSOUTH TN LEGAL → HENRY WALKER

NO.833 0001



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June 19, 2003

Guy M. Hicks
General Counsel
615 214 6301
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VIA HAND DELIVERY

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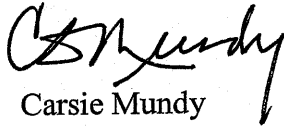
Re: Petition for Arbitration of ITC^DeltaCom Communications, Inc. with

June 24, 2003

Re: Docket 03-00119

Sharla Dillon:

Joe Werner, the Pre-Arbitration Officer requested that this be placed in the docket file.


Carsie Mundy

RECEIVED

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T.R.A. DOCKET ROOM